

Law Offices
MORGAN, LEWIS & BOCKIUS LLP
101 Park Avenue
New York, New York 10178
(212) 309-6000
Attorneys for Defendants Colgate-Palmolive
Company Employees' Retirement Income Plan and
Colgate-Palmolive Company

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

SHARI PROESEL and PAMELA HOSIE,
et al.

Plaintiffs,

vs.

COLGATE-PALMOLIVE COMPANY
EMPLOYEES' RETIREMENT INCOME
PLAN, COLGATE-PALMOLIVE
COMPANY, as Plan Administrator,

Defendants.

Case No. 07-CIV-9515-BSJ

Judge Barbara S. Jones
Magistrate Judge Kevin N. Fox

To: Edgar Pauk (EP 1039)
144 East 44th Street, Suite 600
New York, New York 10017

Joseph H. Meltzer
Edward W. Ciolko
Joseph A. Weeden
SCHIFFRIN BARROWAY
TOPAZ & KESSLER, LLP
280 King of Prussia Road
Radnor, Pennsylvania 19087

Attorneys for Plaintiffs

NOTICE OF MOTION FOR ADMISSION *PRO HAC VICE*

PLEASE TAKE NOTICE that upon the annexed Affidavit of Joseph J. Costello in support of this Motion and the Certificate of Good Standing annexed thereto, we will move this Court at the United States Courthouse for the Southern District of New York, pursuant to Rule

636905-6
DEC 27 2007

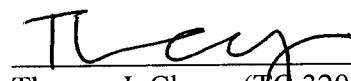
10-125-1

1.3(c) of the Local Rules of the United States District Court for the Southern District of New York, for an Order allowing the admission of Joseph J. Costello, a Partner of the firm of MORGAN, LEWIS & BOCKIUS LLP and a member in good standing of the highest court of the state of Pennsylvania, attorney *pro hac vice* to argue or try these proceedings in whole or in part.

Respectfully submitted,

MORGAN, LEWIS & BOCKIUS LLP
Attorneys for Defendants

By:


Theresa J. Chung (T# 3200)
MORGAN, LEWIS & BOCKIUS LLP
101 Park Avenue
New York, NY 10178
Telephone: (212) 309-6000
Facsimile: (212) 309-6001

Dated: December 27, 2007

Law Offices
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Attorneys for Defendants Colgate-Palmolive
Company Employees' Retirement Income Plan and
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**UNITED STATES DISTRICT COURT
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MOTION FOR LEAVE OF COURT TO APPEAR *PRO HAC VICE*

Theresa J. Chung, an associate of the firm of Morgan, Lewis & Bockius LLP, 101 Park Avenue, New York, New York 10178, respectfully represents as follows:

1. The undersigned is a member in good standing of the Bar of this Court. Pursuant to Rule 1.3(c) of the Local Rules of the United States District Court for the Southern District of New York, the undersigned respectfully moves the admission *pro hac vice* in this action of Joseph J. Costello, of Morgan, Lewis & Bockius LLP, 1701 Market Street, Philadelphia, PA 19103.

2. Mr. Costello is a member in good standing of the bar of Pennsylvania, and his Certificate of Good Standing is appended to his Affidavit.

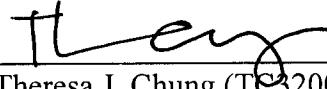
3. Mr. Costello intends to represent Defendant Colgate-Palmolive Company Employees' Retirement Income Plan and Colgate-Palmolive Company in the above-captioned proceedings. Based on the affidavit annexed hereto, Mr. Costello certifies that he is eligible for admission to this Court and is admitted to practice and is in good standing in the jurisdiction shown in paragraph 2 above. Mr. Costello further certifies that there are no pending disciplinary proceedings against him in any State or Federal court.

WHEREFORE, it is respectfully requested that Mr. Costello be admitted to practice before this Court *pro hac vice* as counsel for all purposes in these proceedings.

Respectfully submitted,

MORGAN, LEWIS & BOCKIUS LLP
Attorneys for Defendants

By:



Theresa J. Chung (TE3200)
MORGAN, LEWIS & BOCKIUS LLP
101 Park Avenue
New York, NY 10178
Telephone: (212) 309-6000
Facsimile: (212) 309-6001

Dated: December 27, 2007



Supreme Court of Pennsylvania

CERTIFICATE OF GOOD STANDING

Joseph John Costello, Esq.

DATE OF ADMISSION

November 12, 1985

The above named attorney was duly admitted to the bar of the Commonwealth of Pennsylvania, and is now a qualified member in good standing.



Witness my hand and official seal
Dated: December 19, 2007

A handwritten signature in black ink that appears to read "Patricia A. Johnson".

Patricia A. Johnson
Chief Clerk

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**UNITED STATES DISTRICT COURT
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**AFFIDAVIT OF THERESA J. CHUNG IN SUPPORT OF
MOTION TO ADMIT COUNSEL *PRO HAC VICE***

THERESA J. CHUNG, being duly sworn, hereby deposes and says as follows:

1. I am an associate at the firm of Morgan, Lewis & Bockius LLP, counsel for Defendants Colgate-Palmolive Company Employees' Retirement Income Plan and Colgate-Palmolive Company ("Colgate") (collectively "Defendants") in the above captioned matter. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of Defendants' motion to admit Joseph J. Costello as counsel *pro hac vice* to represent Defendants in this matter.

2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law in June 2003. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.

3. I have known Mr. Costello since November 2004.

4. I have found Mr. Costello to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.

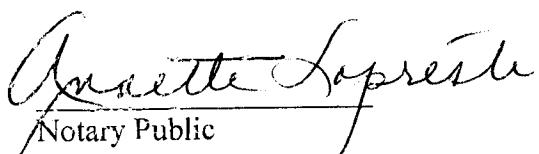
5. I respectfully submit a proposed order granting the admission of Joseph J. Costello, *pro hac vice*, which is attached hereto as Exhibit A.

WHEREFORE, affiant respectfully requests that the motion to admit Joseph J. Costello, *pro hac vice*, to represent Defendants in the above captioned matter, be granted.

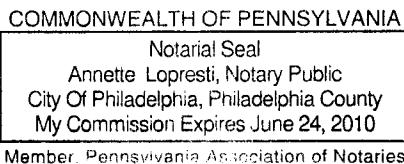


Theresa J. Chung

Subscribed and sworn to before me
this 21st of December, 2007



Annette Lopresti
Notary Public



**IN THE UNITED STATES DISTRICT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

SHARI PROESEL and PAMELA HOSIE,
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Plaintiffs,

vs.

COLGATE-PALMOLIVE COMPANY
EMPLOYEES' RETIREMENT INCOME
PLAN, COLGATE-PALMOLIVE
COMPANY, as Plan Administrator,

Defendants.

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Judge Barbara S. Jones
Magistrate Judge Kevin N. Fox

ORDER GRANTING ADMISSION TO PRACTICE *PRO HAC VICE*

Upon the motion of Theresa J. Chung attorney for Defendants Colgate-Palmolive Employees' Retirement Income Plan and Colgate-Palmolive Company and said sponsor attorney's affidavit in support;

IT IS HEREBY ORDERED that

Joseph J. Costello
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101 Park Avenue
New York, NY 10178
Telephone: (212) 309-6000
Facsimile: (212) 309-6001
jcostello@morganlewis.com

is admitted to practice *pro hac vice* as counsel for Colgate-Palmolive Employees' Retirement Income Plan and Colgate-Palmolive Company in the above captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the *pro*

hac vice fee to the Clerk of Court.

Honorable _____, U.S.D.J.
United States District Court
for the Southern District of New York

CERTIFICATE OF SERVICE

The undersigned, an attorney, hereby certifies that a true and correct copy of the Notice of Motion for Admission *Pro Hac Vice* of Joseph J. Costello, with supporting papers and proposed Order were served by regular mail on the 27th day of December to:

Edgar Pauk (EP 1039)
144 East 44th Street, Suite 600
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Edward W. Ciolko
Joseph A. Weeden
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Theresa J. Chung